

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re

W.R. Grace & Co. *et al.*

Bankruptcy No. 01-1139

Chapter 11
Jointly Administered

**ORDER REQUIRING COUNSEL TO SUBMIT PROPOSED
ADMINISTRATIVE FEE ORDER**

AND NOW, this 20 day of Dec, 2001, it is **ORDERED** that counsel for Debtor shall confer with other professionals in the case and at the hearing scheduled for January 3, 2002, in Pittsburgh, Pennsylvania, shall present the Court with a proposed Administrative Fee Order substantially similar to that in effect in *In re Owens Corning*, Bankruptcy No. 00-3837, at Docket Number 1313, but which uses categories tailored to the needs of this case.

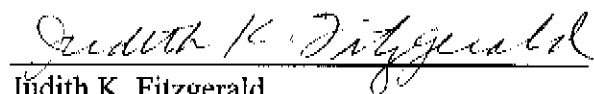
It is **FURTHER ORDERED** that the proposed order shall provide that categories may not be deleted from the proposed list as it is approved by the Court but that parties may add categories as the need arises throughout the case.

It is **FURTHER ORDERED** that entry of an administrative fee order will bind existing and future professionals in this case.

It is **FURTHER ORDERED** that Debtor's counsel shall prepare a spreadsheet of fees and expenses of all professionals' quarterly fee applications (on a quarterly and cumulative basis (by category)) and promptly file the same with the Clerk of the Bankruptcy Court no later than five (5) business days prior to the date scheduled for a hearing on such quarterly fee applications.

It is **FURTHER ORDERED** that counsel for Debtor shall serve a copy of this order on

all professionals in this case and file a certificate of service with the Clerk forthwith.



Judith K. Fitzgerald

United States Bankruptcy Judge

cc: David Carickhoff, Esquire
Pachulski Stang Zichl Young & Jones, P.C.
919 N. Market St., 16th Floor
Wilmington, DE 19899-8705

U.S. Trustee
844 King Street
Suite 2313
Wilmington, DE 19801